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Attorneys for the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|-------------------------------------|---|-------------------------|
| In re: |) | Chapter 11 |
| |) | |
| DELPHI CORPORATION, <u>et al.</u> , |) | Case No. 05-44481 (RDD) |
| |) | |
| Debtors. |) | |
| |) | Jointly Administered |

**AMENDED FIRST FEE AND EXPENSE APPLICATION COVER
SHEET OF LATHAM & WATKINS LLP AS COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

| | |
|---|---|
| Name of Applicant: | Latham & Watkins LLP |
| Role in Case: | Counsel to the Official Committee of Unsecured Creditors |
| Date of Retention: | January 6, 2006 (<i>nunc pro tunc</i> to October 17, 2005) |
| Period Covered: | October 17, 2005 through January 31, 2006 |
| <u>Current Application</u> | |
| Fees Requested: | \$3,258,050.25 ¹ |
| Expenses Requested: | \$157,230.86 |
| Total Fees and Expenses Requested: | \$3,415,281.11 |
| Blended Hourly Rate: (excluding paraprofessionals) | \$492.26 |
| Blended Hourly Rate: | \$452.78 |

¹ This amount reflects a credit of \$6,028.75 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

(including paraprofessionals)

This is a(n): x interim final application.²

SECTION I: FEE SUMMARY

| | <u>To Date</u> | <u>Current Period</u> |
|---|------------------------------|------------------------------|
| Total Fees Requested: | \$ 3,258,050.25 ³ | \$ 3,258,050.25 ⁴ |
| Total Disbursements Requested: | \$ 157,230.86 | \$ 157,230.86 |
| Total Fees Previously Allowed: | \$ 0.00 | \$ 0.00 |
| Total Disbursements Previously Allowed: | \$ 0.00 | \$ 0.00 |
| Total Previously Received by Applicant: | \$ 2,768,494.06 | \$ 2,768,494.06 |

SECTION II: ATTORNEY/OTHER PROFESSIONAL SUMMARY

| <u>Name of Attorney/ Other Professional</u> | <u>Yr. Admitted to Practice</u> | <u>Hourly Rates for 2005/2006⁵</u> | <u>Hours Billed</u> | <u>Totals</u> |
|---|-------------------------------------|---|-------------------------|----------------------------|
| <u>PARTNERS/OF COUNSEL</u> | | | | |
| R J ROSENBERG | 1970 | \$ 795.00/\$850.00 | 447.10 | \$ 362,517.50 |
| D BRODSKY | 1970 | \$ 825.00 | 6.40 | \$ 5,280.00 |
| J W BRICKNER | 1980 | \$ 725.00/\$775.00 | 38.60 | \$ 28,680.00 |
| J D SHYER | 1981 | \$ 710.00/\$750.00 | 27.40 | \$ 19,690.00 |
| J E BRANDT | 1982 | \$ 710.00/\$775.00 | 100.80 | \$ 72,868.00 |
| L I SAFRAN | 1985 | \$ 685.00 | 1.60 | \$ 1,096.00 |
| B WILLIAMSON | 1995 | \$ 595.00 | 5.60 | \$ 3,332.00 |
| M A SEIDER | 1987 | \$ 710.00/\$775.00 | 544.10 | \$ 392,798.00 |
| D S RAAB | 1988 | \$ 750.00 | 2.10 | \$ 1,575.00 |
| MA BROUDE | 1989 | \$ 685.00/\$750.00 | 544.10 | \$ 379,860.50 ⁶ |
| S BLOCK-LIEB | 1982 | \$ 595.00/\$650.00 | 16.90 | \$ 10,660.50 |
| TOTAL | | | 1,734.70 | \$ 1,278,357.50 |

² See footnote 2 to the attached Application.

³ This amount reflects a credit of \$6,028.75 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

⁴ This amount reflects a credit of \$6,028.75 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

⁵ If more than one hourly rate is reflected for a given professional, the higher of such rates reflect that professional's standard hourly rate effective as of January 1, 2006. It is customary for Latham to update its rate structure annually.

⁶ This amount reflects a credit of \$1,233.00 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

ASSOCIATES

| | | | | | |
|---------------|-------------|--------------------|-----------------|-----------|-------------------------|
| A K WHEATLEY | 1997 | \$ 520.00/\$570.00 | 40.70 | \$ | 21,999.00 |
| H P BAER, JR | 1997 | \$ 520.00/\$570.00 | 612.10 | \$ | 322,632.00 ⁷ |
| S H KANE | 1999 | \$ 475.00/\$545.00 | 103.50 | \$ | 54,265.50 |
| MH AHRENS | 1996 | \$ 520.00 | 0.30 | \$ | 156.00 |
| R J MALIONEK | 1998 | \$ 520.00 | 91.60 | \$ | 47,632.00 |
| J M LEE | 2001 | \$ 450.00/\$520.00 | 16.30 | \$ | 7,594.00 |
| L MATHEWS | 2000 | \$ 515.00 | 43.50 | \$ | 22,402.50 |
| J W WEISS | 2000 | \$ 450.00/\$515.00 | 499.80 | \$ | 231,429.50 |
| M RIELA | 2001 | \$ 425.00/\$490.00 | 548.90 | \$ | 238,157.50 |
| E RUIZ | 2002 | \$ 395.00/\$460.00 | 500.00 | \$ | 203,402.00 |
| DS KEMP | 2000 | \$ 450.00 | 24.40 | \$ | 10,980.00 |
| CA RECKLER | 2001 | \$ 425.00 | 4.50 | \$ | 1,912.50 |
| JP BAUMSTARK | | \$ 425.00 | 0.70 | \$ | 297.50 |
| A L LEAVITT | 2002 | \$ 395.00 | 143.60 | \$ | 53,226.25 ⁸ |
| R HEMANI | 2004 | \$ 310.00/\$390.00 | 29.50 | \$ | 10,793.00 |
| A SIRI | 2004 | \$ 310.00/\$390.00 | 116.30 | \$ | 43,107.00 |
| E K FINN | 2004 | \$ 310.00/\$390.00 | 213.90 | \$ | 69,349.00 |
| G SMYTH | 2004 | \$ 310.00/\$390.00 | 138.00 | \$ | 43,412.00 |
| J M MANICKI | 2003 | \$ 385.00 | 24.90 | \$ | 9,586.50 |
| M L SHELDON | 2004 | \$ 310.00 | 18.60 | \$ | 5,766.00 |
| S A CERESNIE | 2004 | \$ 310.00 | 3.90 | \$ | 1,209.00 |
| S M LIGHTDALE | 2005 | \$ 290.00/\$345.00 | 68.60 | \$ | 23,117.00 |
| Y ZHANG | 2005 | \$ 290.00/\$345.00 | 59.80 | \$ | 17,589.50 |
| J M GORMAN | 2005 | \$ 290.00/\$345.00 | 105.90 | \$ | 34,995.50 |
| T CURATOLO | 2005 | \$ 290.00 | 20.80 | \$ | 6,032.00 |
| N B YALE | Bar Pending | \$ 290.00/\$345.00 | 234.50 | \$ | 72,058.50 |
| P S MAITLAND | Bar Pending | \$ 290.00/\$345.00 | 82.90 | \$ | 26,675.50 |
| J A KOLBE | Bar Pending | \$ 290.00/\$345.00 | 436.50 | \$ | 130,165.50 |
| J H SPERLING | Bar Pending | \$ 290.00/\$345.00 | 152.30 | \$ | 47,302.00 |
| K Y TU | Bar Pending | \$ 290.00/\$345.00 | 19.10 | \$ | 5,561.00 |
| S C BARROWES | Bar Pending | \$ 290.00 | 19.90 | \$ | 5,771.00 |
| T E FELSBURG | Bar Pending | \$ 290.00 | 194.00 | \$ | 56,260.00 |
| TOTAL | | | 4,569.30 | \$ | 1,824,836.25 |

⁷ This amount reflects a credit of \$1,300 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

⁸ This amount reflects a credit of \$3,495.75 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

| <u>Name of Attorney/ Other Professional</u> | | <u>Hourly Rate</u> | <u>Hours Billed</u> | <u>Totals</u> |
|---|--------------|------------------------|-------------------------|------------------------|
| <u>NONLAWYER PROFESSIONALS</u> | | | | |
| E C ARNOLD | PARALEGAL | \$ 210.00/\$245.00 | 41.40 | \$ 21,999.00 |
| G J LOFASO | PARALEGAL | \$ 240.00 | 3.30 | \$ 323,932.00 |
| A E CHAMBERS | PARALEGAL | \$ 235.00 | 11.50 | \$ 54,265.50 |
| R RODBURG | PARALEGAL | \$ 230.00 | 1.00 | \$ 156.00 |
| RA MONTGOMERY | PARALEGAL | \$ 195.00 | 3.70 | \$ 47,632.00 |
| L A SALCEDO | PARALEGAL | \$ 170.00/\$190.00 | 548.60 | \$ 7,594.00 |
| C M GREENWOOD | PARALEGAL | \$ 185.00 | 6.20 | \$ 22,402.50 |
| D VAZQUEZ | PARALEGAL | \$ 180.00 | 7.40 | \$ 231,429.50 |
| B ROMAN | PARALEGAL | \$ 175.00 | 16.70 | \$ 238,157.50 |
| I A URSINO | PARALEGAL | \$ 175.00 | 2.50 | \$ 203,402.00 |
| R L AHMADI | PARALEGAL | \$ 160.00/\$175.00 | 92.10 | \$ 10,980.00 |
| B HICKEY | PROF STAFF | \$ 165.00 | 1.30 | \$ 1,912.50 |
| C B CARLSON | PROF STAFF | \$ 155.00 | 0.60 | \$ 297.50 |
| C W MAR | PARALEGAL | \$ 150.00 | 10.90 | \$ 56,722.00 |
| H H NGUYEN | PARALEGAL | \$ 150.00 | 5.30 | \$ 10,793.00 |
| N CHERNY | PARALEGAL | \$ 150.00 | 14.00 | \$ 43,107.00 |
| R H KLINGER | PARALEGAL | \$ 150.00 | 11.00 | \$ 69,349.00 |
| R S GOLDSTEIN | PARALEGAL | \$ 150.00 | 1.00 | \$ 43,412.00 |
| S KOSHY | PARALEGAL | \$ 150.00 | 51.00 | \$ 9,586.50 |
| SA TAYLOR | PARALEGAL | \$ 150.00 | 44.80 | \$ 5,766.00 |
| C. BARBERENA | PROJECT ASST | \$ 115.00 | 1.80 | \$ 1,209.00 |
| B A MICGIEL | PROF STAFF | \$ 225.00 | 1.40 | \$ 72,058.50 |
| K L TROTTER | PROF STAFF | \$ 175.00/\$215.00 | 4.10 | \$ 26,675.50 |
| E S SANTOS | PROF STAFF | \$ 200.00 | 0.80 | \$ 23,117.00 |
| E GORODETSKY | PROF STAFF | \$ 200.00 | 8.00 | \$ 17,589.50 |
| E BUDEA | PROF STAFF | \$ 195.00 | 0.80 | \$ 130,165.50 |
| J D BIRD | PROF STAFF | \$ 175.00 | 0.40 | \$ 47,302.00 |
| TOTAL | | | 891.60 | \$ 154,856.50 |
| TOTAL HOURS AND FEES | | | 7,195.60 | \$ 3,258,050.00 |

SECTION III: COMPENSATION BY PROJECT CATEGORY

| | <u>Hours Billed</u> | | <u>Blended Hourly Rate</u> | | <u>Final Totals</u> |
|------------------------------------|---------------------|----|----------------------------|-----------|-------------------------|
| Case Administration | 1166.60 | \$ | 435.34 | \$ | 501,842.75 ⁹ |
| Committee | | | | | |
| Communications/Meetings | 624.90 | \$ | 600.39 | \$ | 375,182.00 |
| Retention Issues | 717.60 | \$ | 388.69 | \$ | 278,924.00 |
| DIP Financing/Cash Collateral | 294.80 | \$ | 467.39 | \$ | 137,787.00 |
| Executory Contracts | 674.90 | \$ | 496.50 | \$ | 335,089.00 |
| Asset Dispositions | 4.30 | \$ | 768.60 | \$ | 3,305.00 |
| Executive Compensation/Bonuses | 787.80 | \$ | 431.70 | \$ | 340,092.50 |
| 1113 and 1114 Issues | 633.80 | \$ | 472.55 | \$ | 299,504.00 |
| Claims | 573.90 | \$ | 445.03 | \$ | 255,401.00 |
| Fee Applications | 180.30 | \$ | 324.40 | \$ | 58,490.00 |
| Lien Review | 34.20 | \$ | 320.06 | \$ | 10,946.00 |
| Preference & Fraudulent Conveyance | 162.20 | \$ | 395.02 | \$ | 64,072.00 |
| Disclosure Statement and Plan | | | | | |
| Foreign Affiliates | 17.20 | \$ | 427.01 | \$ | 7,344.50 |
| Exit Financing | | | | | |
| Analysis and Response to Other | | | | | |
| Motions | 1042.50 | \$ | 431.58 | \$ | 449,921.50 |
| Other Chapter 5 | 249.50 | \$ | 477.31 | \$ | 119,088.50 |
| SEC and Class Action Issues | 31.10 | \$ | 677.19 | \$ | 21,060.50 |
| TOTAL HOURS AND FEES | 7,195.60 | | | \$ | 3,258,050.25 |

SECTION IV: EXPENSE SUMMARY

| | <u>Expenses</u> | <u>Amount</u> |
|----|------------------------|---------------|
| a. | Airfare & trainfare | \$ 4,894.10 |
| b. | Color copying/printing | \$ 150.00 |

⁹ This amount reflects a credit of \$6,028.75 for non-working travel time originally billed at 100% during the Compensation Period. This credit reflects a discount of 50% for such non-working travel time.

| | | |
|----|---------------------------------|----------------------|
| c. | Document copies | \$ 2,669.04 |
| d. | Federal Express | \$ 3,328.07 |
| e. | Filing fees | \$ 25.00 |
| f. | Ground transportation | \$ 13,748.96 |
| g. | Lexis | \$ 19,470.64 |
| h. | Meals | \$ 14,591.00 |
| i. | Messenger/courier | \$ 905.85 |
| j. | MIS services | \$ 75.00 |
| k. | Outside services (non-attorney) | \$ 11,797.91 |
| l. | Parking | \$ 207.00 |
| m. | Photocopying | \$ 35,666.43 |
| n. | Postage | \$ 106.27 |
| o. | Telecopying | \$ 1,345.00 |
| p. | Telephone | \$ 3,789.12 |
| q. | Trip expense | \$ 3,001.25 |
| r. | Video deposition | \$ 3,462.00 |
| s. | Westlaw | \$ 37,998.22 |
| | TOTAL | \$ 157,230.86 |